

BEFORE
THE PUBLIC SERVICE COMMISSION OF
SOUTH CAROLINA
DOCKET NO. 2004-215-C - ORDER NO. 2004-637
DECEMBER 22, 2004

IN RE: Application of Network US, Inc. DBA CA)
Affinity (Network) and Motion Telecom, Inc.)
for Approval of an Asset Purchase)
Agreement.)

I. INTRODUCTION

This matter comes before the Public Service Commission of South Carolina (the Commission) on the Application of Network US, Inc. d/b/a CA Affinity (Network) and Motion Telecom, Inc. (Motion) for approval of an asset purchase agreement to transfer the assets of Motion to Network. According to the Application, the customers of Motion have been given the opportunity to switch their services to a different carrier. Those Motion customers who chose not to switch their service to a different carrier will continue to receive service pursuant to Network's authority. Additionally, The Application notes that no increase in the rates will result from this transaction.

Pursuant to instructions from the Commission Staff, Network and Motion published a Notice of Filing in newspapers of general circulation in the Companies' areas of service. No Protests or Petitions to Intervene were filed. Accordingly, Network and Motion filed a Motion for Expedited Review, along with the verified testimony of Bernard A. Goldman, Executive Vice-President and Assistant Secretary of Network. We

grant the expedited review and we grant the relief sought, based on the verified testimony.

Goldman testified that, under the Agreement, Network will acquire substantially all of the telecommunications assets of Motion, including, but not limited to Motion's customer accounts. Both Network and Motion presently hold authority from this Commission. After the transaction, Network will provide service pursuant to its own certification and Motion will cancel its certification. Further, all current Motion customers have been given the opportunity to switch their service from Motion to a different carrier. Those customers of Motion who choose not to switch their service to a different carrier will receive service from Network pursuant to Network's South Carolina authority.

II. FINDINGS OF FACT AND CONCLUSIONS OF LAW

1. Under the asset purchase agreement between the two companies, Network will acquire substantially all of the telecommunications assets of Motion, including, but not limited to Motion's customer accounts.

2. Both Network and Motion presently hold authority from this Commission as providers of telecommunications services.

3. After the transaction, Network will provide service pursuant to its own certification and Motion will cancel its certification.

4. All current Motion customers have been given the opportunity to switch their service from Motion to a different carrier.

5. Those customers of Motion who choose not to switch their service to a different carrier will receive service from Network pursuant to Network's South Carolina authority.

6. The asset purchase agreement, wherein Network will acquire substantially all of the telecommunications assets of Motion, should be approved.

7. Motion should cancel its certification upon completion of the transaction.

IT IS THEREFORE ORDERED:

1. The asset purchase agreement between Network US, Inc. dba CA Affinity and Motion Telecom, Inc., whereby Network US will acquire substantially all of the telecommunications assets of Motion, is hereby approved.

2. Motion will cancel its certification upon completion of this transaction.

3. This Order shall remain in full force and effect until further Order of the Commission.

BY ORDER OF THE COMMISSION:

/s/
Randy Mitchell, Chairman

ATTEST:

/s/
G. O'Neal Hamilton, Vice Chairman

(SEAL)